UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF NEW YORK

PRIDDIS MUSIC, INC.,

Plaintiff,

-against-

Civil Action No. 05-CV-0491 (DNH/DRH)

TRANS WORLD ENTERTAINMENT CORPORATION,

Defendant.

NOTICE OF APPEARANCE

To the Clerk of this Court and all parties of record:

Enter my appearance as counsel in this case for Defendant, Trans World

Entertainment Corporation.

I certify that I am admitted to practice in this Court.

DATED: May 24, 2005

s/ J. Matthew Donohue

J. Matthew Donohue (Bar Roll # 511490) BOIES, SCHILLER & FLEXNER LLP 10 North Pearl Street, 4th Floor Albany, New York 12207 (518) 434-0600